

Kaelto, J.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORKUSDC SDNY
DOCUMENT
ELECTRONICALLY FILED
DOC#
DATE FILED. 4/25/17WAYNE COUNTY EMPLOYEES'
RETIREMENT SYSTEM, Derivatively on
Behalf of COMSCORE, INC.,

Plaintiff,

vs.

GIAN M. FULGONI, et al.,

Defendants,

- and -

COMSCORE, INC., a Delaware corporation,

Nominal Defendant.

MICHAEL C. DONATELLO, derivatively on
behalf of COMSCORE, INC.,

Plaintiff,

vs.

GIAN M. FULGONI, WILLIAM P.
LIVEK, SERGE MATTA, MAGID M.
ABRAHAM, DAVID I. CHEMEROW,
MELVIN F. WESLEY III, KENNETH J.
TARPEY, WILLIAM J. HENDERSON,
WILLIAM E. ENGEL, RUSSELL
FRADIN, RONALD J. KORN, BRENT D.
ROSENTHAL, JEFFREY GANEK,
WILLIAM KATZ, JOAN M. LEWIS, and
PATRICIA A. GOTTESMAN,

Defendants,

- and -

COMSCORE, INC., a Delaware corporation,

Nominal Defendant.

Civil Action No. 1:16-cv-09855 (JGK)

STIPULATION CONSOLIDATING
ACTIONS AND APPOINTING LEAD
COUNSEL

Civil Action No. 1:17-cv-01245 (JGK)

ECF CASE

WHEREAS, there are presently two shareholder derivative actions on behalf of nominal defendant comScore, Inc. (“comScore” or the “Company”) pending in this Court, as follows:

| Case Name | Case No. | Date Filed |
|--|---------------|-------------------|
| <i>Wayne County Employees' Retirement System</i> | 1:16-cv-09855 | December 21, 2016 |
| <i>Donatello v. Fulgoni</i> | 1:17-cv-01245 | February 17, 2017 |

WHEREAS, *Wayne County Employees' Retirement System* and *Donatello* (together, the “Actions”) assert breach of fiduciary duty and related claims on behalf of comScore against certain of its current and/or former directors and top officers that arise from the same or substantially similar facts, occurrences and transactions;

WHEREAS, the parties known to be presently represented have met and conferred and agree that the Actions should be consolidated under Rule 42(a) of the Federal Rules of Civil Procedure, and that consolidation of the Actions will promote judicial economy and preserve both public and private resources;

WHEREAS, counsel for plaintiffs in the Actions have met and conferred and agree that the law firm of Robbins Geller Rudman & Dowd LLP should be appointed lead counsel for plaintiffs in the Actions;

WHEREAS, defendants known to be presently represented and comScore take no position as to the appointment of lead counsel for plaintiffs in the Actions; and

WHEREAS, the parties known to be presently represented have met and conferred regarding defendants' acceptance of service of the summons and complaints, as well as a schedule for the designation of an operative complaint or the filing and service of a consolidated complaint and defendants' responses thereto.

THEREFORE, IT IS STIPULATED AND AGREED by the parties known to be presently represented, through their respective counsel of record, as follows:

1. The following actions shall be consolidated for all purposes, including pre-trial proceedings and trial:

| Case Name | Case No. | Date Filed |
|--|---------------|-------------------|
| <i>Wayne County Employees' Retirement System</i> | 1:16-cv-09855 | December 21, 2016 |
| <i>Donatello v. Fulgoni</i> | 1:17-cv-01245 | February 17, 2017 |

2. Every pleading filed in this consolidated action, or in any separate actions included herein, shall bear the following caption:

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

| | | |
|----------------------------------|---|--------------------------------|
| In re COMSCORE, INC. SHAREHOLDER |) | Civil Action No. 1:16-cv-09855 |
| DERIVATIVE LITIGATION |) | |
| _____ |) | |
| This Document Relates To: |) | |
| ALL ACTIONS |) | |
| _____ |) | |

3. If a case which properly belongs as part of *In re comScore, Inc. Shareholder Derivative Litigation*, Civil Action No. 1:16-cv-09855, is hereafter filed in the Court or transferred here from another court, this Court requests the assistance of lead counsel in calling to the attention of the Clerk of the Court the filing or transfer of any case which might properly be consolidated as part of the consolidated action, and lead counsel are to assist in assuring that counsel in subsequent actions receive notice of this Order.

4. Defendants are not required to respond to the complaint in any action consolidated into this action, other than a consolidated complaint or a complaint designated as the operative complaint.

5. This Order shall apply to any shareholder derivative action on behalf of nominal defendant comScore, arising out of the same or substantially the same transactions or events as the Actions, which is subsequently filed in, removed to, or transferred to this Court.

6. Pursuant to Fed. R. Civ. P. 5(b)(2)(E)-(F), service by e-mail transmission shall be permitted in addition to service via ECF notification. For non-CM/ECF participants, service shall be deemed effective upon transmission of e-mail.

I. APPOINTMENT OF LEAD COUNSEL FOR PLAINTIFFS

7. Robbins Geller Rudman & Dowd LLP shall serve as lead counsel for plaintiffs in the Actions. Lead counsel shall have authority to speak for plaintiffs in matters regarding pre-trial and trial procedure and settlement negotiations, and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of the Actions and to avoid duplicative or unproductive efforts.

8. Defendants known to be presently represented take no position as to the appointment of lead counsel for plaintiffs in the Actions.

9. Defendants' counsel may rely upon all agreements made with plaintiffs' lead counsel, and such agreements shall be binding on all plaintiffs.

II. ACCEPTANCE OF SERVICE

10. To the extent service has not been accepted, counsel for defendants and nominal defendant shall accept service of the summons and complaint within five business days after entry of this Order.

III. SCHEDULE

11. Plaintiffs shall have forty five ³⁰~~(45)~~ days after entry of the Order accompanying this Stipulation to file and serve a consolidated complaint or designate an existing complaint. The consolidated complaint or designated complaint shall be the operative complaint and shall supersede all complaints filed in any of the actions consolidated herein.

12. Defendants and nominal defendant comScore shall have thirty (30) days from the filing of the operative complaint to respond.

13. In the event that any defendant and/or nominal defendant files a motion to dismiss in response to the operative complaint, plaintiffs shall have thirty (30) days to file and serve their opposition to the motion(s). Defendants and nominal defendant comScore shall have fifteen (15) days to file and serve reply memoranda, if any.

14. All motions shall be noticed in accordance with the Civil Local Rules, unless otherwise ordered by the Court.

DATED: March 3, 2017

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SO ordered.
per 6/Kelch
U.S.D.S.
4/24/17

Attorneys for Plaintiff Wayne County Employees'
Retirement System

DATED: March 3, 2017

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DATED: March 3, 2017

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for purposes of this stipulation only, Defendants Gian
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DATED: March 3, 2017

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DATED: March 3, 2017

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DATED: March 3, 2017

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DATED: March 3, 2017

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Counsel for Defendant Joan M. Lewis

DATED: March 3, 2017

WEIL, GOTSHAL & MANGES LLP
IRWIN H. WARREN
DAVID P. BYEFF

Irwin Warren w/p ewd

IRWIN H. WARREN

SO ORDERED:

U.S.D.J.

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Counsel for Defendant Patricia A. Gottesman

JS

CERTIFICATION

The filing attorney attests that he has obtained concurrence regarding the submission of this document from the signatories to this document.

Dated: March 3, 2017

By: 
ERIK W. LUEDEKE

CERTIFICATE OF SERVICE

I hereby certify that on March 3, 2017, I submitted the attached documents to the Clerk of the Court at judgments@nysd.uscourts.gov and I hereby certify that the parties on the attached service lists were emailed the foregoing documents concurrently.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on March 3, 2017.


MICHELE WALLBRETT
PARALEGAL

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Mailing Information for a Case 1:16-cv-09855-JGK Wayne County Employees' Retirement System v. Fulgoni et al

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

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Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

- (No manual recipients)

Mailing Information for a Case 1:17-cv-01245-UA Donatello v. Gian et al

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

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